

IN WITNESS WHEREOF, each Party has caused this Amendment to be executed by its duly authorized representative.

XO Wisconsin, Inc.

By: *Heather B. Gold*

Printed: Heather B. Gold

Title: SVP-Government Relations
XO Communications, Inc.

Date: 12-8-04

Wisconsin Bell, Inc. d/b/a SBC Wisconsin, by SBC Telecommunications, Inc., its authorized agent

By: *Kathy J. Wilkinson*

Printed: Kathy J. Wilkinson

Title: For/ Senior Vice President - Industry Markets
& Diversified Businesses

Date: 12-16-04

FACILITIES-BASED OCN # _____

ACNA _____